

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CHARLES LINTZ, Individually)
And On Behalf of All Others Similarly,)
Situating)
Plaintiff,)
v.)
AGRIA CORPORATION, GUANGLIN)
LAI, KENNETH HUA HUANG, GARY)
KIM TING YEUNG, ZHAOHUA QIAN,)
ZHIXIN XUE, GEOFFREY DUYK,)
JASMINE MARRERO, CREDIT)
SUISSE SECURITIES (USA) LLC,)
HSBC SECURITIES (USA) INC.,)
PIPER JAFFRAY & CO., CIBC)
WORLD MARKETS CORP., and)
BROTHERS CAPITAL LIMITED,)
Defendants.)

Case No. 1:08-CV-03536-WHP

[Additional Captions on Next Page]

**NOTICE OF MOTION BY SENQUAN GAO AND MICHAEL LEWIS FOR
CONSOLIDATION OF RELATED CLASS ACTION COMPLAINTS,
APPOINTMENT OF LEAD PLAINTIFFS AND APPROVAL OF LEAD COUNSEL**

Marc I. Gross
Jeremy A. Lieberman
Fei-Lu Qian
**POMERANTZ HAUDEK BLOCK
GROSSMAN & GROSS LLP**
100 Park Avenue
New York, New York 10017
Telephone: (212) 661-1100
Facsimile: (212) 661-8665

Patrick V. Dahlstrom
**POMERANTZ HAUDEK BLOCK
GROSSMAN & GROSS LLP**
One North La Salle Street, Suite 2225
Chicago, Illinois 60602
Telephone: (312) 377-1181
Facsimile: (312) 377-1184

Attorneys for Senquan Gao and Michael Lewis

JOSEPH R. LEBLANC, Individually)
And On Behalf of All Others Similarly,)
Situating)
Plaintiff,)
v.)
AGRIA CORPORATION, GUANGLIN)
LAI, KENNETH HUA HUANG, GARY)
KIM TING YEUNG, ZHAOHUA QIAN,)
ZHIXIN XUE, GEOFFREY DUYK,)
and BROTHERS CAPITAL LIMITED,)
Defendants.)

Case No. 1:08-CV-03886-WHP

SANDY LODERMIER, Individually)
And On Behalf of All Others Similarly,)
Situating)
Plaintiff,)
v.)
AGRIA CORPORATION, GUANGLIN)
LAI, KENNETH HUA HUANG, GARY)
KIM TING YEUNG, ZHAOHUA QIAN,)
ZHIXIN XUE, GEOFFREY DUYK,)
TERRY MCCARTHY, JASMINE)
MARRERO, CREDIT SUISSE)
SECURITIES (USA) LLC, HSBC)
SECURITIES (USA) INC., PIPER)
JAFFRAY & CO., CIBC WORLD)
MARKETS CORP., and BROTHERS)
CAPITAL LIMITED,)
Defendants.)

Case No. 1:08-CV-04456-WHP

TO: ALL PARTIES AND THEIR COUNSEL OF RECORD

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law in Support of Senquan Gao's ("Gao") and Michael Lewis's ("Lewis") Motion for Consolidation of Related Class Action Complaints, Appointment of Lead Plaintiffs and

Approval of Lead Counsel, filed herewith, proposed Lead Plaintiffs Gao and Lewis hereby moves this Court, the Honorable William H. Pauley, III, in the United States District Court, Southern District of New York, Courtroom 11D at the Daniel Patrick Moynihan United States District Courthouse, 500 Pearl Street, New York, New York, on September 5, 2008, at 11:00 a.m., for an Order:

1. Consolidating all actions filed in the Southern District of New York which are related to above-captioned class action for all purposes, pursuant to Fed. R. Civ. P. 42(a); and

2. Pursuant to Section 27(a)(3)(B) of the Securities Act of 1933, as amended by the Private Securities Litigation Reform Act of 1995:

(a) appointing Senquan Gao and Michael Lewis as Lead Plaintiffs for the Class of purchasers of Agria Corporation ("Agria" or the "Company") securities, who purchased or otherwise acquired Agria securities pursuant and/or traceable to the Company's initial public offering on or about November 6, 2007, and

(b) approving Lead Plaintiffs' selection of Pomerantz Haudek Block Grossman & Gross LLP as Lead Counsel for the Class.

PLEASE ALSO TAKE NOTICE that this motion takes place of the earlier motion that was filed incorrectly on June 9, 2008, and pursuant to the direction of the Clerk of the Court.

Dated: June 10, 2008

Respectfully submitted,

**POMERANTZ HAUDEK BLOCK
GROSSMAN & GROSS LLP**

/s Marc I. Gross

Marc I. Gross

Jeremy A. Lieberman

Fei-Lu Qian

100 Park Avenue

New York, New York 10017

Telephone: (212) 661-1100

Facsimile: (212) 661-8665

**POMERANTZ HAUDEK BLOCK
GROSSMAN & GROSS LLP**

Patrick V. Dahlstrom

One North La Salle Street

Suite 2225

Chicago, Illinois 60602

Telephone: (312) 377-1181

Facsimile: (312) 377-1184

**Attorneys for Senquan Gao and Michael
Lewis**

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CHARLES LINTZ, Individually)
And On Behalf of All Others Similarly,)
Situating)

Plaintiff,)

v.)

AGRIA CORPORATION, GUANGLIN)
LAI, KENNETH HUA HUANG, GARY)
KIM TING YEUNG, ZHAOHUA QIAN,)
ZHIXIN XUE, GEOFFREY DUYK,)
JASMINE MARRERO, CREDIT)
SUISSE SECURITIES (USA) LLC,)
HSBC SECURITIES (USA) INC.,)
PIPER JAFFRAY & CO., CIBC)
WORLD MARKETS CORP., and)
BROTHERS CAPITAL LIMITED,)

Defendants.)

Case No. 1:08-CV-03536-WHP

JOSEPH R. LEBLANC, Individually)
And On Behalf of All Others Similarly,)
Situating)

Plaintiff,)

v.)

AGRIA CORPORATION, GUANGLIN)
LAI, KENNETH HUA HUANG, GARY)
KIM TING YEUNG, ZHAOHUA QIAN,)
ZHIXIN XUE, GEOFFREY DUYK,)
and BROTHERS CAPITAL LIMITED,)

Defendants.)

Case No. 1:08-CV-03886-WHP

SANDY LODERMIER, Individually)
And On Behalf of All Others Similarly,)
Situated)

Plaintiff,

V.

AGRIA CORPORATION, GUANGLIN
LAI, KENNETH HUA HUANG, GARY
KIM TING YEUNG, ZHAOHUA QIAN,
ZHIXIN XUE, GEOFFREY DUYK,
TERRY MCCARTHY. JASMINE
MARRERO, CREDIT SUISSE
SECURITIES (USA) LLC, HSBC
SECURITIES (USA) INC., PIPER
JAFFRAY & CO., CIBC WORLD
MARKETS CORP., and BROTHERS
CAPITAL LIMITED,

Defendants.

Case No. 1:08-CV-04456-WHP

[PROPOSED] ORDER CONSOLIDATING RELATED CLASS ACTION COMPLAINTS, APPOINTING LEAD PLAINTIFF AND LEAD COUNSEL

WHEREAS, the Court has considered the competing motions for Consolidation, Appointment of Lead Plaintiff and Approval of Lead Counsel,

IT IS HEREBY ORDERED THAT:

1. The Court hereby consolidates the actions captioned above for all purposes including, but not limited to, discovery, pretrial proceedings and trial proceedings, pursuant to Rule 42(a) of the Federal Rules of Civil Procedure under the following caption:

**IN RE AGRIA CORPORATION
SECURITIES LITIGATION**

Master File No. 08 Civ. 3536 (WHP)

2. A Master Docket and Master File are hereby established for this Action. The Master File shall be Civil Action No. 08 Civ. 3536 (WHP). Entries in the Master Docket shall be

applicable to this Action and any subsequently filed actions related hereto, as more fully set forth below.

3. When a case that arises out of the subject matter of this action is hereinafter filed in this Court or transferred from another Court, the Clerk of this Court shall:

- a. file a copy of this Order in the separate file for such action;
- b. mail a copy of this Order to the attorneys for the plaintiff(s) in the newly filed or transferred case and to any new defendant(s) in the newly filed or transferred case; and
- c. make the appropriate entry in the docket for this action.

4. Each new case which arises out of the subject matter of this Action that is filed in this Court or transferred to this Court shall be consolidated with this action and this Order shall apply thereto, unless a party objecting to this Order or any provision of this Order shall, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party, file an application for relief from this Order or any provision herein and this Court deems it appropriate to grant such application.

5. During the pendency of this litigation, or until further order of this Court, the parties shall take reasonable steps to preserve all documents within their possession, custody or control, including computer-generated and stored information and materials such as computerized data and electronic mail, containing information that is relevant to or which may lead to the discovery of information relevant to the subject matter of the pending litigation.

**APPOINTMENT OF LEAD PLAINTIFF AND
APPROVAL OF SELECTION OF LEAD COUNSEL**

6. Having reviewed all pending Motions and accompanying Memoranda of Law, the Court hereby appoints Senquan Gao and Michael Lewis as Lead Plaintiffs. Lead Plaintiffs satisfy the requirements for Lead Plaintiff pursuant to Section 27(a)(3)(B)(iii) of the PSLRA.

7. Lead Plaintiffs, pursuant to Section 27(a)(3)(B)(v) of the PSLRA, have selected and retained the law firm of Pomerantz Haudek Block Grossman & Gross LLP to serve as their Lead Counsel in this consolidated action.

8. Lead Plaintiffs' Lead Counsel shall have the following responsibilities and duties, to be carried out either personally or through counsel whom Lead Counsel shall designate:

- (a) to coordinate the briefing and argument of motions;
- (b) to coordinate the conduct of discovery proceedings;
- (c) to coordinate the examination of witnesses in depositions;
- (d) to coordinate the selection of counsel to act as a spokesperson at pretrial conferences;
- (e) to call meetings of the plaintiff's counsel as they deem necessary and appropriate from time to time;
- (f) to coordinate all settlements negotiations with counsel for defendants;
- (g) to coordinate and direct the pretrial discovery proceedings and the preparation for trial and the trial of this matter and to delegate work responsibilities to selected counsel as may be required; and
- (h) to supervise any other matters concerning the prosecution, resolution or settlement of the Consolidated Action.

9. No motion, request for discovery, or other pretrial proceedings shall be initiated or filed by any plaintiff without the approval of Lead Counsel, so as to prevent duplicative pleadings or discovery by plaintiffs. No settlement negotiations shall be conducted without the approval of Lead Counsel.

10. Counsel in any related action that is consolidated with the Consolidated Action shall be bound by this organization of plaintiffs' counsel.

11. Lead Counsel shall have the responsibility of receiving and disseminating Court orders and notices.

12. Lead Counsel shall be the contact between plaintiffs' counsel, and shall direct and coordinate the activities of plaintiffs' counsel.

13. Defendants shall effect service of papers on plaintiffs by serving a copy of same on Lead Counsel by overnight mail service, electronic or hand delivery. Plaintiffs shall effect service of papers on defendants by serving a copy of same on defendants' counsel by overnight mail service, electronic or hand delivery.

14. During the pendency of this litigation, or until further order of this Court, the parties shall take reasonable steps to preserve all documents within their possession, custody, or control, including computer-generated and stored information, and materials such as computerized data and electronic mail, containing information which is relevant to the subject matter of the pending litigation.

SO ORDERED.

Dated: _____, 2008
New York, New York

Honorable William H. Pauley III
United States District Judge
Southern District of New York